

DECLARATION AND POWER OF ATTORNEY
(Attorney Docket No. 102603.172)

As below-named inventor, I hereby declare that:

My residences, post office addresses and citizenship are as stated below next to my name.

I believe I am the original, first and only inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled:

HUMAN PROTEINS RESPONSIBLE FOR NEDD8 ACTIVATION AND CONJUGATION

the specification of which (check only one):

☐ is attached hereto.

☒ was filed as United States Patent Application
Serial No. 09/216,430
on December 18, 1998
and was amended
on _____
(if applicable)

☐ was filed as PCT Patent Application
Serial No. _____
on _____
and was amended under PCT Article 19
on _____
(if applicable)

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the patentability of the claims of this application in accordance with Title 37, Code of Federal Regulations, Sections 1.56(a) and 1.56(b).

I hereby claim foreign priority benefits under Title 35, United States Code, §119 of any foreign application(s) for patent or inventor's certificate or of any PCT international application(s) designating at least one country other than the United States of America listed below and have also identified below any foreign application(s) for patent or inventor's certificate or any PCT international application(s) designating at least one country other than the United States of America filed by me on the same subject matter having a filing date before that of the application(s) of which priority is claimed:

**PRIOR FOREIGN/PCT APPLICATION(S) AND ANY PRIORITY CLAIMS
UNDER 35 U.S.C. §119:**

COUNTRY (if PCT indicate PCT)	APPLICATION NUMBER	DATE OF FILING	PRIORITY CLAIMED UNDER 35 U.S.C. §119 (YES/NO)
--	---------------------------	-----------------------	---

I hereby claim the benefit under 35 U.S.C. §119(e) of any United States provisional patent application(s) listed below:

APPLICATION NUMBER	DATE OF FILING	STATUS: (PENDING OR ABANDONED)
60/068,209	December 19, 1997	Abandoned
60/096,525	August 12, 1998	Pending

I hereby claim the benefit under Title 35, United States code, § 120 of any United States application(s) or PCT international application(s) designating the United States of America that is/are listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in that/those prior application(s) in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, § 1.56 which occurred between the filing date of the prior applications and the national or PCT international filing date of this application:

**PRIOR U.S. APPLICATION OR PCT INTERNATIONAL APPLICATION(S)
DESIGNATING THE U.S. FOR BENEFIT UNDER 35 U.S.C. § 120:**

APPLICATION NUMBER	DATE OF FILING (day, month, year)	STATUS: (PATENTED, PENDING OR ABANDONED)
---------------------------	---	---

POWER OF ATTORNEY: As named inventor, I hereby appoint the following attorneys and/or agents to prosecute this application and transact all business in the Patent and Trademark Office connected therewith.

James B. Lampert	Reg. No. 24,564
Wayne M. Kennard	Reg. No. 30,271
Michael J. Bevilacqua	Reg. No. 31,091
Hollie L. Baker	Reg. No. 31,321
Henry N. Wixon	Reg. No. 32,073
Donald R. Steinberg	Reg. No. 37,241
Wayne A. Keown, Ph.D.	Reg. No. 33,923
Ann-Louise Kerner, Ph.D.	Reg. No. 33,523
Michael A. Diener	Reg. No. 31,122

Colleen Superko	Reg. No. 39,850
Richard Goldenberg	Reg. No. 38,895
Gretchen A. Rice, Ph.D.	Reg. No. 37,429
Peter Dichiaro	Reg. No. 38,005
Scott M. Alter	Reg. No. 32,879
Edward Grieff	Reg. No. 38,898
Jason A. Reyes	Reg. No. 41,513
Keum J. Park	Reg. No. 42,059
Janice M. Klunder, Ph.D.	Reg. No. 41,121
Rajesh Vallabh	Reg. No. 35,761
Nancy Chiu, Ph.D.	Reg. No. 43,545

the mailing address and telephone number of each of whom is HALE AND DORR LLP, 60 State Street, Boston, Massachusetts 02109, and (617) 526-6000.

Send Correspondence to:

Wayne A. Keown
HALE AND DORR LLP
60 State Street
Boston, MA 02109

Direct Telephone Calls to:

Wayne A. Keown
Tel: (617) 526-6000
Fax: (617) 526-5000

Wherefore, I petition that letters patent be granted to me for the invention or discovery described and claimed in the attached specification and claims, and hereby subscribe my name to said specification and claims and to the foregoing declaration, power of attorney, and this petition.

I hereby declare that all statements made herein of our my knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of sole inventor: Vincent Chau

Inventor's signature Vincent Chau Date 5/18/99
Residence: 232 Summit Avenue #W302, Brookline, MA 02146
Citizenship: United States
Post Office Address: 232 Summit Avenue #W302, Brookline, MA 02146 232



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

DECEMBER 19, 2000

PTAS



101497746A

HALE AND DORR LLP
WAYNE A. KEOWN, PH.D.
60 STATE STREET
BOSTON, MA 02109

HALE AND DORR LLP
DEC 27 2000

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 09/21/2000

REEL/FRAME: 011175/0349
NUMBER OF PAGES: 4

BRIEF: MERGER (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:
PROSCRIPT, INC.

DOC DATE: 03/15/2000

ASSIGNEE:
LEUKOSITE, INC.
215 FIRST STREET
CAMBRIDGE, MASSACHUSETTS 02142

SERIAL NUMBER: 09216430
PATENT NUMBER:

FILING DATE: 12/18/1998
ISSUE DATE:

SHARON LATIMER, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

Docketed _____
By CD on 9/2/01

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"PROSCRIPT, INC.", A DELAWARE CORPORATION,
WITH AND INTO "LEUKOSITE, INC." UNDER THE NAME OF
"LEUKOSITE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE SIXTEENTH DAY OF MARCH, A.D. 2000, AT 12 O'CLOCK P.M.

2296418 8100M

001315321



Edward J. Freel
Edward J. Freel, Secretary of State

0512438

AUTHENTICATION:

DATE:

06-21-00

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
(Atty Docket No. 103.576.127)

Serial No.:	09/216,430)	Group Art Unit:	1643
)		
Filed:	December 18, 1998)	Examiner:	C. Fronda
)		
Inventors:	<i>Vincent Chau</i>)		
)		
Title:	Human Proteins Responsible for Nedd8 Activation and Conjugation)		
)		

BOX ASSIGNMENT

Commissioner for Patents
Washington, D.C. 20231

CERTIFICATE OF MAILING (37 C.F.R. § 1.8(a))

I hereby certify that this correspondence is being deposited with the United States Postal Service as First Class Mail in an envelope addressed to: Commissioner for Patents, Washington, D.C. 20231.

9/18/00
Date of Signature
and of Mail Deposit

By: *Diana Havens*
Diana Havens

Dear Commissioner:

TRANSMITTAL LETTER

Enclosed for filing are the following documents:

1. Form PTO-1595 (Recordation Form Cover Sheet) for ProScript, Inc.;
2. Certificate of Ownership and Merger, Merging ProScript, Inc. into LeukoSite, Inc.;
3. Form PTO-1595 (Recordation Form Cover Sheet) for LeukoSite, Inc.;
4. Certificate of Ownership and Merger, Merging LeukoSite, Inc. into Millennium Pharmaceuticals, Inc.; and
5. Return postcard.

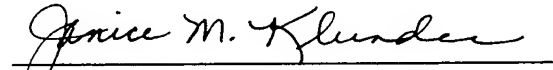
No fees other than those provided on the papers enclosed hereafter, are believed to be due in connection with this correspondence. However, please apply any charges or credit any overpayments to out Deposit Account No. 08-0219.

If there are any questions, please call the undersigned at the telephone number indicated below.

Respectfully submitted,

HALE AND DORR LLP

Date: 9/14/00



Janice M. Klunder, Ph.D.
Registration No. 41,121
Agent for Applicants

60 State Street
Boston, MA 02109
(617) 526-6000
(617) 526-5000 (fax)



**UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

AUGUST 23, 1999

PTAS



HALE AND DORR LLP
WAYNE A. KEOWN, PH.D.
60 STATE STREET
BOSTON, MA 02109

LD

**UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT**

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 06/21/1999

REEL/FRAME: 010034/0565
NUMBER OF PAGES: 4

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:
CHAU, VINCENT

DOC DATE: 05/18/1999

ASSIGNEE:
PROSCRIPT, INC.
38 SIDNEY STREET
CAMBRIDGE, MASSACHUSETTS 02139

SERIAL NUMBER: 09216430
PATENT NUMBER:

FILING DATE: 12/18/1998
ISSUE DATE:

TARA WASHINGTON, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

06-23-1999



Tab settings <<<<

101072946

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

Name of conveying party(ies):

Vincent Chau

MRD 6.21.99

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: May 18, 1999

2. Name and address of receiving party(ies):

Name: ProScript, Inc.

Internal Address: _____

Street Address: 38 Sidney Street

City: Cambridge, State: MA ZIP: 02139

Additional name(s) & address(es) attached? ☐ Yes ☒ No

Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

09/216,430

B. Patent No.(s)

(Atty. Docket No. 102603.172) Additional numbers attached? ☐ Yes ☒ No

Name and address of party to whom correspondence concerning document should be mailed.

Name: Wayne A. Keown, Ph.D.

Internal Address: Hale and Dorr LLP

Street Address: 60 State Street

City: Boston, State: MA ZIP: 02109

06/1999 JSK:BAZZ 00000202 000019 09216430

1321 40.00 CR

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- ☐ Enclosed ☒ Charge fees to Deposit Account
☒ Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number: 08-0219

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Wayne A. Keown, Ph.D.

Name of Person Signing

Signature

6/16/99

Date

Total number of pages including cover sheet, attachments, and document: 7

ASSIGNMENT

WHEREAS, I, Vincent Chau, being a citizen of the United States of America, residing at 222 Summit Avenue #W302, Brookline, MA 02146, United States of America, am the inventor of certain new and useful inventions and discoveries, for which I have made an application for Letters Patent entitled "HUMAN PROTEINS RESPONSIBLE FOR NEDD8 ACTIVATION AND CONJUGATION" the specification of which was filed with the United States Patent and Trademark Office on December 18, 1998 and assigned United States patent application serial number 09/216,430; and

WHEREAS, ProScript, Inc., whose address is 38 Sidney Avenue, Cambridge MA 02139, United States of America, and which, together with its successors and assigns is hereinafter called "ASSIGNEE," is desirous of acquiring the title, rights, benefits, and privileges hereinafter recited;

NOW, THEREFORE, for and in consideration of my employment by ASSIGNEE and other valuable consideration furnished by ASSIGNEE to me, receipt and sufficiency of which I hereby acknowledge, I hereby, without reservations:

1. Assign, transfer, and convey to ASSIGNEE my entire right, title, and interest in and to said inventions and discoveries, said application for Letters Patent, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, continuation-in-part, continued prosecution applications, and convention applications based in whole, or in part, upon said inventions or discoveries, or upon said applications, and any and all Letters Patents, reissues, and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, and

every priority right that is or may be predicated upon, or arise from, said inventions, said discoveries, said applications, and said Letters Patent;

2. Authorize ASSIGNEE to file patent applications in any or all countries on any or all of said inventions and discoveries in my name or in the name of ASSIGNEE or otherwise as ASSIGNEE may deem advisable, under International Conventions or otherwise;

3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments throughout the world to issue or transfer all said Letters Patents to ASSIGNEE, as assignee of the entire right, title, and interest therein or otherwise as ASSIGNEE may direct;

4. Warrant that I have not knowingly conveyed to others any right in said inventions, discoveries, applications, or patents, or any license to use the same, or to make, use, or sell anything embodying or utilizing any of said inventions or discoveries; and that I have good right to assign the same to ASSIGNEE without encumbrance;

5. Bind my heirs, legal representatives, and assigns, as well as myself, to do, upon ASSIGNEE's request and at ASSIGNEE's expense, but without additional consideration to me or them, all acts reasonably serving to assure that said inventions and discoveries, said patent applications, and said Letters Patents shall be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by me, my heirs, legal representatives, and assigns if this Assignment had not been made; and particularly to execute and deliver to ASSIGNEE all lawful application documents including petitions, specifications, and oaths, and all

assignments, disclaimers, and lawful affidavits in form and substance as may be requested by ASSIGNEE; and to communicate to ASSIGNEE all facts known to me relating to said inventions and discoveries or the history thereof, and to testify as to the same in any court or proceeding; and to furnish ASSIGNEE any and all documents, photographs, models, samples, and other physical exhibits in my control or in the control of my heirs, legal representatives, or assigns which may be useful for establishing the facts of our conceptions, disclosures, and reduction to practice of said inventions and discoveries.

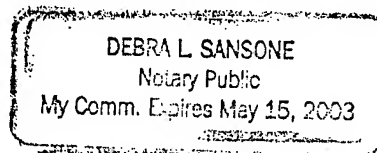
WITNESS my hand and seal this 18 day of May, 1999.

Vincent Chau
Vincent Chau

The foregoing instrument was acknowledged before me this 18th day of

May, 1999 by Vincent Chau.

Debra L. Sansone
NOTARY PUBLIC



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant:	Vincent Chau	Art Unit:	1643
Serial No.:	09/216,430	Examiner:	Not assigned
Filing Date:	December 18, 1998		
Title:	HUMAN PROTEIN RESPONSIBLE FOR NEDD8 ACTIVATION AND CONJUGATION		

Box Assignment
Assistant Commissioner for Patents
Washington, DC 20231

CERTIFICATION UNDER 37 CFR § 1.8(a)

I hereby certify that this correspondence is being deposited with the United States Postal Service as First Class Mail in an envelope addressed to **Box Assignment**, Assistant Commissioner for Patents, Washington, D.C. 20231.

6-16-99
Date of Signature and
of Mail Deposit

Donna Puleo
Donna Puleo

TRANSMITTAL LETTER OF ASSIGNMENT

Dear Sir:

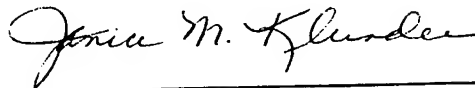
Enclosed herewith for filing in the above-identified patent application are the following documents:

1. Assignment;
2. Form PTO-1595 (Recordation Form Cover Sheet); and
3. Return Postcard.

Transmittal Letter of Assignment
Serial No. 09/216,430
June 16, 1999
Page 2 of 2

If there are any questions, please call the undersigned at the telephone number indicated below.

Respectfully submitted,
HALE AND DORR LLP



Janice M. Klunder, Ph.D.
Registration No. 41,121

June 16, 1999

60 State Street
Boston, MA 02109
(617) 526-6000
(617) 526-5000 (fax)

DECEMBER 19, 2000

HALE AND DORR LLP
WAYNE A. KEOWN
60 STATE STREET
BOSTON, MA 02109



DEC 26 2000

DOCKET
DEPT.
INTELLECTUAL PROPERTY
DEPARTMENT

UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231



101497747A

UNITED STATES PATENT AND TRADEMARK OFFICE
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PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 09/21/2000

REEL/FRAME: 011175/0357
NUMBER OF PAGES: 4

BRIEF: MERGER (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:
LEUKOSITE, INC.

DOC DATE: 03/15/2000

ASSIGNEE:
MILLENNIUM PHARMACEUTICALS, INC.
75 SIDNEY STREET
CAMBRIDGE, MASSACHUSETTS 02139

SERIAL NUMBER: 09216430
PATENT NUMBER:

FILING DATE: 12/18/1998
ISSUE DATE:

DIANE RUSSELE, PARALEGAL
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

Docketed _____
By _____ on _____



101497747

Tab settings: □ □ □ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

LeukoSite, Inc.
215 First Street
Cambridge, MA 02142

9-21-00

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

☐ Assignment

☒ Merger

☐ Security Agreement

☐ Change of Name

☐ Other _____

Execution Date: _____

2. Name and address of receiving party(ies):

Name: Millennium Pharmaceuticals, Inc.

Internal Address: _____

Street Address: 75 Sidney Street

City: Cambridge State: MA ZIP: 02139

Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

09/216,430; filed 12/18/98

B. Patent No.(s)

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Wayne A. Keown, Ph.D.

Internal Address: Hale and Dorr LLP

Street Address: 60 State Street

City: Boston State: MA ZIP: 02109

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

☐ Enclosed

☒ Authorized to be charged to deposit account
Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number:

08-0219

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Janice M. Klunder, Ph.D.
Name of Person Signing

Janice M. Klunder
Signature

9/14/00
Date

4

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments

State of Delaware
Office of the Secretary of State

PAGE 1

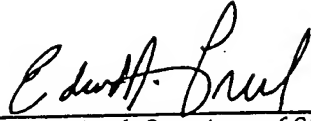
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"LEUKOSITE, INC.", A DELAWARE CORPORATION,
WITH AND INTO "MILLENNIUM PHARMACEUTICALS, INC." UNDER THE NAME OF "MILLENNIUM PHARMACEUTICALS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF MARCH, A.D. 2000, AT 5:30 O'CLOCK P.M.



2296418 8100M

001315321


Edward J. Freel, Secretary of State

0512437

AUTHENTICATION:

DATE: 06-21-00

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

LeukoSite, Inc.
(a Delaware corporation)

INTO

Millennium Pharmaceuticals, Inc.
(a Delaware corporation)

Millennium Pharmaceuticals, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Corporation was incorporated on the 13th day of January, 1993 pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation owns all of the outstanding shares of each class of the stock of LeukoSite, Inc., a corporation incorporated on the 1st day of May, 1992 pursuant to the General Corporation Law of the State of Delaware.

THIRD: That the Executive Committee of the Board of Directors of the Corporation, by written consent effective as of the 13th day of March, 2000, duly adopted the following resolutions:

RESOLVED: That, pursuant to Section 253 of the Delaware General Corporation Law, the Corporation is hereby authorized to merge LeukoSite, Inc., a Delaware corporation which is a wholly owned subsidiary of the Corporation, into the Corporation;

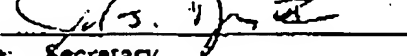
RESOLVED: That the President and Secretary of the Corporation be and each hereby is, authorized to execute a Certificate of Ownership and Merger with respect to the merger of LeukoSite, Inc. into the Corporation, cause the same to be filed with the Secretary of State of Delaware and take all such other actions and to execute all such other instruments and agreements as they or any of them may deem appropriate to effect such merger;

RESOLVED: That the merger of LeukoSite, Inc. into the Corporation shall be effective upon the filing of a Certificate of Ownership and Merger with the Secretary of State of Delaware.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 05:30 PM 03/16/2000
001135148 - 2322355

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its authorized officer this 15th day of March, 2000.

MILLENNIUM PHARMACEUTICALS, INC.

By: 
Title: Secretary
Jack Douglas